

**AMENDMENT NO. 1
TO THE
PHILADELPHIA BAR ASSOCIATION
PENSION PLAN
(As Amended and Restated Effective January 1, 2007)**

Pursuant to the power reserved to it in Section 13.1 of the Philadelphia Bar Association Pension Plan, as amended and restated effective January 1, 2007 (the "Plan"), the Board of Governors hereby amends the Plan, effective January 1, 2008, as follows:

I. Section 3.1 is hereby amended to add the following to the end thereof::

"3.1.3 Participants with 20 or more Years of Service. For all Participants who have completed at least 20 Years of Service under the Plan, each Participating Employer shall contribute to the "A" Account of each Participant who has been credited with a Year of Service in such Plan Year an amount equal to 13% of each such Participant's Compensation for the Plan Year, less any forfeited amounts that are used to reduce such contribution in accordance with Section 10.2."

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This Amendment No. 1 to the Plan is adopted and executed this ___ day of _____, 2008.

PHILADELPHIA BAR ASSOCIATION

Attest: _____

By: _____